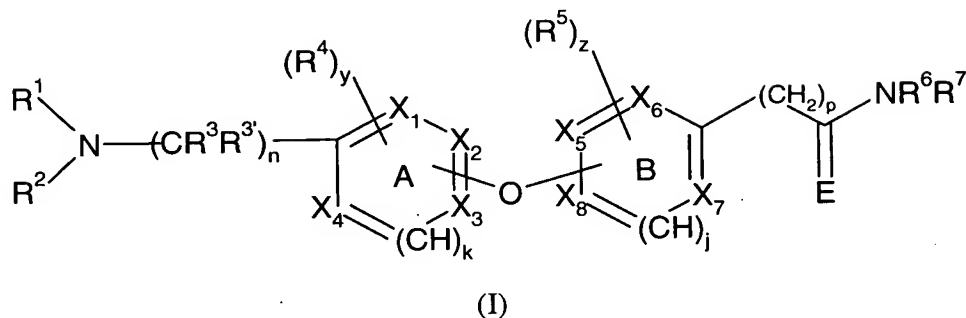


## Amendments to the Claims

### Listing of Claims:

1. (Original) A compound of the formula (I)



wherein

when K is 0, one of X<sub>1</sub>, X<sub>2</sub>, X<sub>3</sub>, X<sub>4</sub>, is a S or O atom and the others are independently selected from C, CH, or N; and wherein when j is 0, one of X<sub>5</sub>, X<sub>6</sub>, X<sub>7</sub>, and X<sub>8</sub> is S, or O, and the others are independently selected from C, CH, or N; provided that both k and j are not simultaneously equal to zero or 1; and provided that each of rings A or B has no more than 2 nitrogen atoms;

n is 0, 1, 2, or 3;

k is 0 or 1; j is 0 or 1;

p is 0, 1 or 2;

E is O or NH;

R<sup>1</sup> and R<sup>2</sup> are independently selected from hydrogen, C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>2</sub>-C<sub>8</sub> alkenyl, C<sub>2</sub>-C<sub>8</sub> alkynyl, phenyl, C<sub>1</sub>-C<sub>10</sub> alkylaryl, C(O)C<sub>1</sub>-C<sub>8</sub> alkyl, CO(O)C<sub>1</sub>-C<sub>8</sub>alkyl, SO<sub>2</sub>C<sub>1</sub>-C<sub>8</sub> alkyl, SO<sub>2</sub>C<sub>1</sub>-C<sub>10</sub> alkylaryl, or SO<sub>2</sub>C<sub>1</sub>-C<sub>8</sub> alkylheterocyclic, C<sub>4</sub>-C<sub>10</sub> alkylcycloalkane, C<sub>1</sub>-C<sub>8</sub> alkoxyalkyl, (CH<sub>2</sub>)<sub>n</sub>C(O)OR<sup>8</sup>, (CH<sub>2</sub>)<sub>n</sub>C(O)R<sup>8</sup>, (CH<sub>2</sub>)<sub>m</sub>C(O)NR<sup>8</sup>R<sup>8</sup>, and (CH<sub>2</sub>)<sub>m</sub>NSO<sub>2</sub>R<sup>8</sup>; wherein each of the alkyl, alkenyl, and aryl groups are optionally substituted with one to five groups independently selected from C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>2</sub>-C<sub>8</sub> alkenyl, phenyl, C<sub>1</sub>-C<sub>8</sub> alkylaryl, C(O)C<sub>1</sub>-C<sub>8</sub> alkyl, CO(O)C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>1</sub>-C<sub>8</sub> alkoxy, SO<sub>2</sub>C<sub>1</sub>-C<sub>8</sub> alkyl, SO<sub>2</sub>C<sub>1</sub>-C<sub>8</sub> alkylaryl, SO<sub>2</sub>C<sub>1</sub>-C<sub>8</sub> alkylheterocyclic, C<sub>4</sub>-C<sub>10</sub> alkylcycloalkane, (CH<sub>2</sub>)<sub>n</sub>C(O)OR<sup>8</sup>, (CH<sub>2</sub>)<sub>n</sub>C(O)R<sup>8</sup>; and wherein R<sup>1</sup> and R<sup>2</sup> may optionally combine with each other to form a 4, 5, 6, or 7-member nitrogen-containing heterocycle which nitrogen-containing heterocycle may have substituents

selected from the group consisting of oxo, amino, C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>2</sub>-C<sub>8</sub> alkenyl, C<sub>2</sub>-C<sub>8</sub> alkynyl, phenyl, C<sub>1</sub>-C<sub>8</sub> alkylaryl, C(O)C<sub>1</sub>-C<sub>8</sub> alkyl, CO(O)C<sub>1</sub>-C<sub>8</sub> alkyl, halo, C<sub>1</sub>-C<sub>8</sub> haloalkyl;

R<sup>3</sup> and R<sup>3'</sup> are each independently selected from Hydrogen, C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>2</sub>-C<sub>8</sub> alkenyl, C<sub>2</sub>-C<sub>8</sub> alkynyl, C<sub>1</sub>-C<sub>8</sub> alkoxy, C<sub>1</sub>-C<sub>8</sub> thioalkyl, phenyl, aryl, C<sub>1</sub>-C<sub>8</sub> alkylaryl;

R<sup>4</sup> and R<sup>5</sup> are each independently selected from Hydrogen, C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>2</sub>-C<sub>8</sub> alkenyl, C<sub>2</sub>-C<sub>8</sub> alkynyl, C<sub>1</sub>-C<sub>8</sub> alkoxy, halo, C<sub>1</sub>-C<sub>8</sub> haloalkyl, phenyl, aryl, C<sub>1</sub>-C<sub>8</sub> alkylaryl, (CH<sub>2</sub>)<sub>m</sub>NSO<sub>2</sub>C<sub>1</sub>-C<sub>8</sub> alkyl, (CH<sub>2</sub>)<sub>m</sub>NSO<sub>2</sub>phenyl, (CH<sub>2</sub>)<sub>m</sub>NSO<sub>2</sub>aryl, -C(O)C<sub>1</sub>-C<sub>8</sub> alkyl, or -C(O)OC<sub>1</sub>-C<sub>8</sub> alkyl; wherein each R<sup>4</sup> or R<sup>5</sup> is attached to its respective ring only at carbon atoms, and wherein y is 0, 1, 2, or 3; and wherein z is 0, 1, 2, or 3;

R<sup>6</sup> and R<sup>7</sup> are each independently selected from hydrogen, C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>2</sub>-C<sub>8</sub> alkenyl, C<sub>2</sub>-C<sub>8</sub> alkynyl, C(O)C<sub>1</sub>-C<sub>8</sub> alkyl, hydroxy, C<sub>1</sub>-C<sub>8</sub> alkoxy, SO<sub>2</sub>C<sub>1</sub>-C<sub>8</sub> alkyl, SO<sub>2</sub>C<sub>1</sub>-C<sub>8</sub> alkylaryl, or SO<sub>2</sub>C<sub>1</sub>-C<sub>8</sub> alkylheterocyclic, aryl, C<sub>1</sub>-C<sub>8</sub> alkylaryl, C<sub>3</sub>-C<sub>7</sub> cycloalkane, C<sub>1</sub>-C<sub>10</sub> alkylcycloalkane, (CH<sub>2</sub>)<sub>n</sub>C(O)OR<sup>8</sup>, (CH<sub>2</sub>)<sub>n</sub>C(O)R<sup>8</sup>, (CH<sub>2</sub>)<sub>m</sub>C(O)NR<sup>8</sup>R<sup>8</sup>, and (CH<sub>2</sub>)<sub>m</sub>NSO<sub>2</sub>R<sup>8</sup>; wherein each of the alkyl, alkenyl, and aryl groups are optionally substituted with one to five groups independently selected from C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>2</sub>-C<sub>8</sub> alkenyl, phenyl, and C<sub>1</sub>-C<sub>8</sub> alkylaryl; and wherein R<sup>6</sup> and R<sup>7</sup> may independently combine together, and with the nitrogen atom to which they are attached or with 0, 1, or 2 atoms adjacent to the nitrogen atom to which they are attached to form a 4, 5, 6, or 7-membered nitrogen containing heterocycle which nitrogen containing heterocycle may further have substituents selected from the group consisting of oxo, amino, C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>2</sub>-C<sub>8</sub> alkenyl, C<sub>2</sub>-C<sub>8</sub> alkynyl, phenyl, C<sub>1</sub>-C<sub>8</sub> alkylaryl, C(O)C<sub>1</sub>-C<sub>8</sub> alkyl, CO(O)C<sub>1</sub>-C<sub>8</sub> alkyl, hydroxy, C<sub>1</sub>-C<sub>8</sub> alkoxy, halo, and haloalkyl;

R<sup>8</sup> is hydrogen, C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>2</sub>-C<sub>8</sub> alkenyl, C<sub>5</sub>-C<sub>8</sub> alkylaryl, -C(O)C<sub>1</sub>-C<sub>8</sub> alkyl, or -C(O)OC<sub>1</sub>-C<sub>8</sub> alkyl; m is 1, 2, or 3; or a pharmaceutically acceptable salt, solvate, enantiomer, racemate, diastereomers or mixtures thereof.

2. (Original) The compound according to claim 1 wherein the A-ring is selected from the group consisting of phenyl, pyridyl, thiophene, thiazole, furanyl, imidazole, and pyrazole.

3. (Cancelled)

4. (Original) A compound according to Claim 1 wherein the B-ring is selected from the group consisting of phenyl, thiophene, thiazole, furan, and pyridine.

5. (Cancelled)

6. (Cancelled)

7. (Cancelled)

8. (Cancelled)

9. (Cancelled)

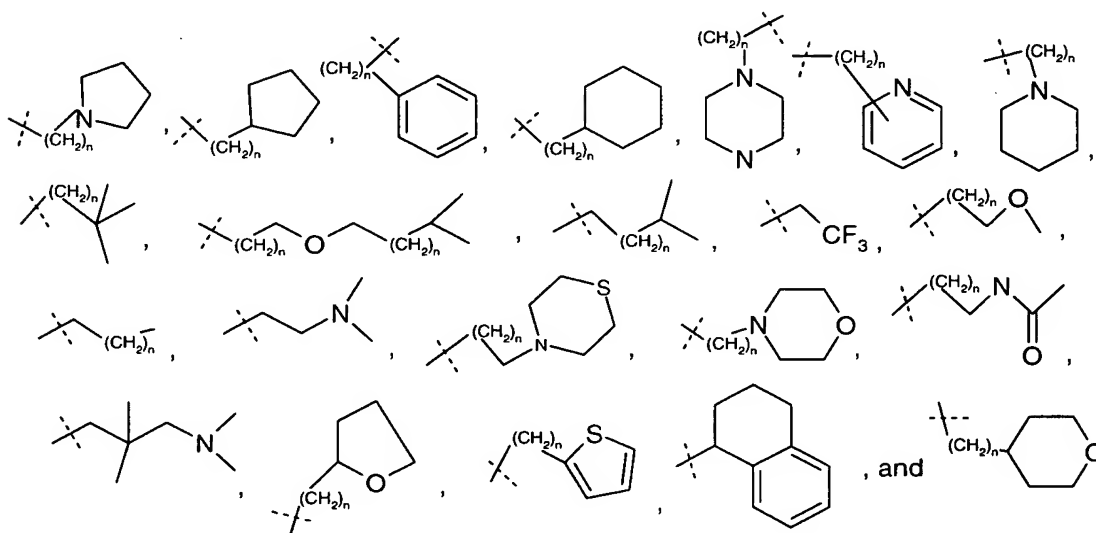
10. (Cancelled)

11. (Cancelled)

12. (Original) A compound according to Claim 1 wherein y is 0, or 1, and  $R^4$  is independently selected from the group consisting of hydrogen, fluoro, chloro, methyl, methoxy, ethoxy, ethyl, isopropyl, trifluoromethyl, phenyl, and benzyl.

13. (Original) A compound according to Claim 1 wherein z is 0, or 1, and  $R^5$  is independently selected from the group consisting of hydrogen, fluoro, chloro, methyl, methoxy, ethoxy, ethyl, isopropyl, trifluoromethyl, phenyl, and benzyl.

14. (Original) A compound according to Claim 1 wherein  $R^1$  and  $R^2$  are each independently selected from the group consisting of hydrogen, methyl, ethyl, propyl, isopropyl, phenyl,



15. (Original) The compound according to Claim 1 wherein R<sup>6</sup> and R<sup>7</sup> are each independently selected from the group consisting of hydrogen, methyl, ethyl, propyl, isopropyl, and phenyl.

16. (Cancelled)

17. (Cancelled)

18. (Cancelled)

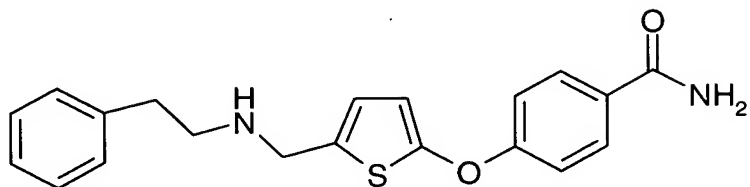
19. (Cancelled)

20. (Original) A compound selected from the group consisting of:  
5-{4-[(3-Methyl-butylamino)-methyl]-phenoxy}-thiophene-2-carboxamide,  
5-{4-[(3,3-Dimethyl-butylamino)-methyl]-phenoxy}-thiophene-2-carboxamide,  
5-{4-[(2-Cyclopentyl-ethylamino)-methyl]-phenoxy}-thiophene-2-carboxamide,  
5-{4-[(3-Ethyl-pentylamino)-methyl]-phenoxy}-thiophene-2-carboxamide,  
5-{4-[(Cyclohexylmethyl-amino)-methyl]-phenoxy}-thiophene-2-carboxamide,  
5-(4-{[2-(4-Fluoro-phenyl)-ethylamino]-methyl}-phenoxy)-thiophene-2-carboxamide,  
5-{2-Chloro-4-[(3-methyl-butylamino)-methyl]-phenoxy}-thiophene-2-carboxamide,  
5-{2-Chloro-4-[(3,3-dimethyl-butylamino)-methyl]-phenoxy}-thiophene-2-carboxamide,  
5-(2-Chloro-4-{[2-(4-fluoro-phenyl)-ethylamino]-methyl}-phenoxy)-thiophene-2-carboxamide,  
5-{2-Fluoro-4-[(3-methyl-butylamino)-methyl]-phenoxy}-thiophene-2-carboxamide,  
5-{4-[(3,3-Dimethyl-butylamino)-methyl]-2-fluoro-phenoxy}-thiophene-2-carboxamide,  
5-(2-Fluoro-4-{[2-(4-fluoro-phenyl)-ethylamino]-methyl}-phenoxy)-thiophene-2-carboxamide,  
5-{2-Methoxy-4-[(3-methyl-butylamino)-methyl]-phenoxy}-thiophene-2-carboxamide,  
5-(4-{[2-(4-Fluoro-phenyl)-ethylamino]-methyl}-2-methoxy-phenoxy)-thiophene-2-carboxamide,  
4-{5-[(3-Methyl-butylamino)-methyl]-thiazol-2-yloxy}-benzamide,  
3-Methoxy-4-{5-[(3-methyl-butylamino)-methyl]-thiazol-2-yloxy}-benzamide,

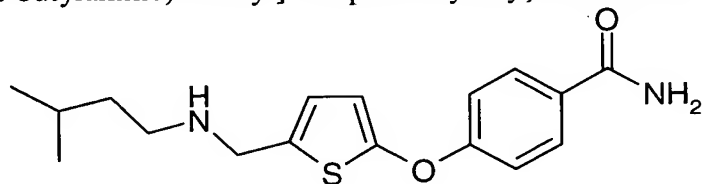
4-{5-[(3,3-Dimethyl-butylamino)-methyl]-thiazol-2-yloxy}-benzamide,  
 4-(5-{[2-(4-Fluoro-phenyl)-ethylamino]-methyl}-thiazol-2-yloxy)-benzamide,  
 4-(5-{[2-(4-Fluoro-phenyl)-ethylamino]-methyl}-thiazol-2-yloxy)-3-methoxy-  
 benzamide,  
 4-{5-[(Cyclohexylmethyl-amino)-methyl]-thiazol-2-yloxy}-benzamide,  
 2-(4-Pentylaminomethyl-phenoxy)-thiazole-5-carboxamide,  
 2-{4-[(3-Methyl-butylamino)-methyl]-phenoxy}-thiazole-5-carboxamide,  
 2-{4-[(3,3-Dimethyl-butylamino)-methyl]-phenoxy}-thiazole-5-carboxamide,  
 2-(4-{[2-(4-Fluoro-phenyl)-ethylamino]-methyl}-phenoxy)-thiazole-5-carboxamide,  
 2-{2-Chloro-4-[(3-methyl-butylamino)-methyl]-phenoxy}-thiazole-5-carboxamide,  
 2-{2-Fluoro-4-[(3-methyl-butylamino)-methyl]-phenoxy}-thiazole-5-carboxamide,  
 2-{2-Methyl-4-[(3-methyl-butylamino)-methyl]-phenoxy}-thiazole-5-carboxamide,  
 2-{2-Methoxy-4-[(3-methyl-butylamino)-methyl]-phenoxy}-thiazole-5-carboxamide,  
 4-[5-(2,6-Dimethyl-morpholin-4-ylmethyl)-thiazol-2-yloxy]-benzamide,  
 4-{5-[(3-Methoxy-propylamino)-methyl]-thiazol-2-yloxy}-benzamide,  
 4-{4-Chloro-5-[(3-methyl-butylamino)-methyl]-thiazol-2-yloxy}-benzamide,  
 4-(5-Butylaminomethyl-4-chloro-thiazol-2-yloxy)-benzamide,  
 4-{4-Chloro-5-[(3,3-dimethyl-butylamino)-methyl]-thiazol-2-yloxy}-benzamide,  
 4-[5-(Phenethylamino-methyl)-thiophen-2-yloxy]-benzamide,  
 4-{5-[(3-Methyl-butylamino)-methyl]-thiophen-2-yloxy}-benzamide,  
 4-(5-{[2-(3-Fluoro-phenyl)-ethylamino]-methyl}-thiophen-2-yloxy)-benzamide,  
 4-{5-[(2-Cyclopentyl)-ethylamino]-methyl}-thiophen-2-yloxy}-benzamide,  
 4-{5-[(2-Thiophen-2-yl)-ethylamino]-methyl}-thiophen-2-yloxy}-benzamide,  
 4-{5-[(3,3-Dimethyl-butylamino)-methyl]-thiophen-2-yloxy}-benzamide,  
 3-Methoxy-4-[5-(phenethylamino-methyl)-thiophen-2-yloxy]-benzamide  
 hydrochloride,  
 3-Methoxy-4-{5-[(3-methyl-butylamino)-methyl]-thiophen-2-yloxy}-benzamide  
 hydrochloride,  
 4-[5-(2-Phenethylamino-ethyl)-thiophen-2-yloxy]-benzamide hydrochloride,  
 or a pharmaceutically acceptable salt, solvate, enantiomer, diastereomer or  
 diastereomeric mixture thereof.

21. (Original) A compound selected from the group consisting of:

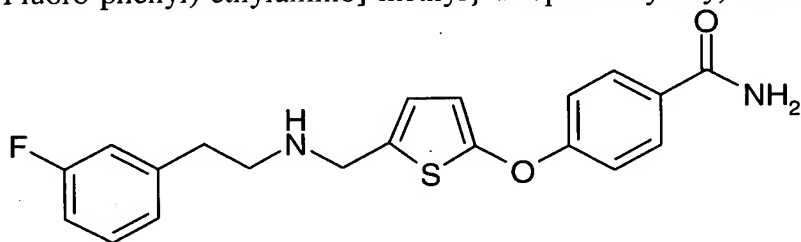
4-[5-(Phenethylamino-methyl)-thiophen-2-yloxy]-benzamide



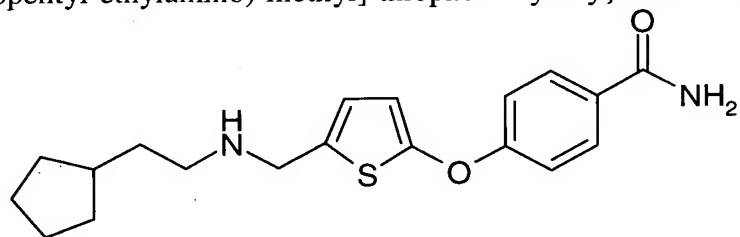
4-{5-[(3-Methyl-butylamino)-methyl]-thiophen-2-yloxy}-benzamide



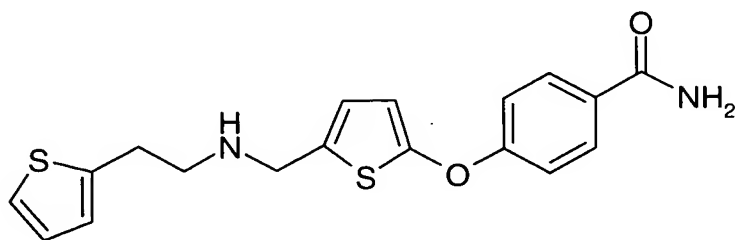
4-(5-{[2-(3-Fluoro-phenyl)-ethylamino]-methyl}-thiophen-2-yloxy)-benzamide



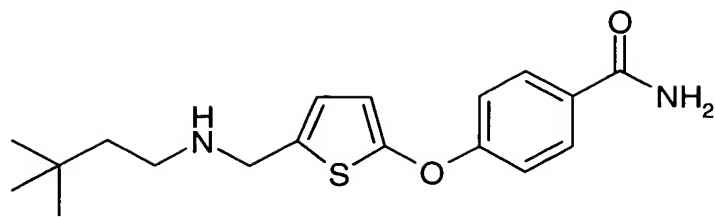
4-{5-[(2-Cyclopentyl)-ethylamino)-methyl]-thiophen-2-yloxy}-benzamide



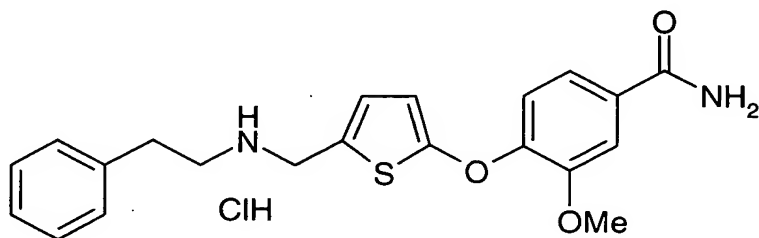
4-{5-[(2-Thiophen-2-yl)-ethylamino)-methyl]-thiophen-2-yloxy}-benzamide



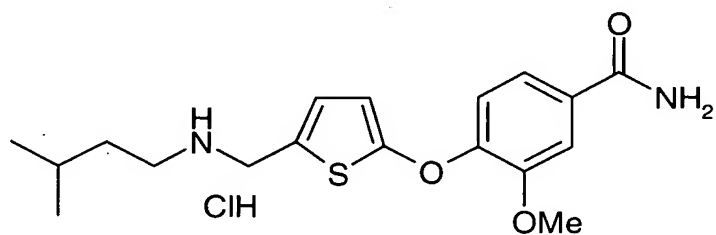
4-{5-[(3,3-Dimethyl-butylamino)-methyl]-thiophen-2-yloxy}-benzamide



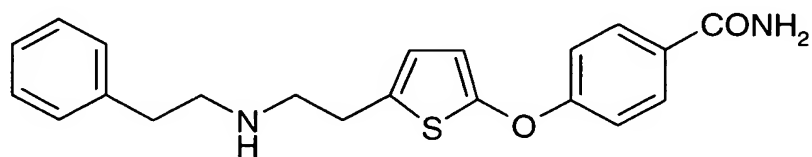
3-Methoxy-4-[5-(phenethylamino-methyl)-thiophen-2-yloxy]-benzamide hydrochloride



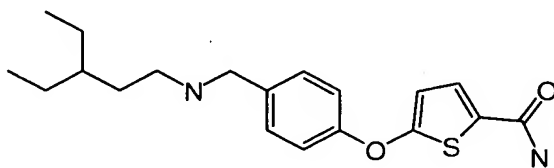
3-Methoxy-4-{5-[(3-methyl-butylamino)-methyl]-thiophen-2-yloxy}-benzamide hydrochloride



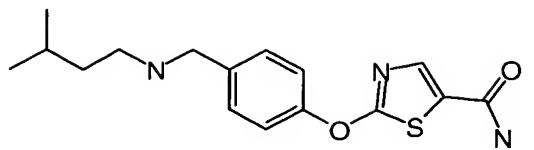
4-[5-(2-Phenethylamino-ethyl)-thiophen-2-yloxy]-benzamide hydrochloride



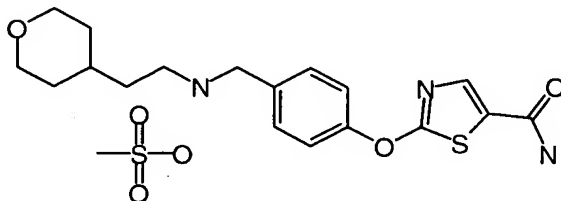
5-{4-[(3-Ethylpentylamino)methyl]phenoxy}thiophene-2-carboxamide



2-{4-[(3-Methylbutylamino)methyl]phenoxy}thiazole-5-carboxamide



2-(4-([2-(Tetrahydropyran-4-yl)ethylamino] methyl)phenoxy)thiazole-5-carboxamide methanesulfonate



and a pharmaceutically acceptable salt, solvate, enantiomer, diastereomer or diastereomeric mixture thereof.

22. (Original) A pharmaceutical composition comprising a therapeutically effective amount of a compound of formula I in association with a carrier, diluent and/or excipient.

23. (Cancelled)

24. (Cancelled)

25. (Cancelled)

26. (Currently Amended) A method ~~according to Claim 25 wherein the~~ treating or preventing obesity and Related Diseases is selected from the group consisting of diabetes, diabetic complications, diabetic retinopathy, atherosclerosis, hyperlipidemia, hypertriglycemia, hyperglycemia, and hyperlipoproteinemia, irritable bowel syndrome, depression, smoking and alcohol addiction, sexual dysfunction, substance abuse, drug overdose, addictive behavior disorders, compulsive behaviors, and stroke comprising administering a therapeutically effective amount of a compound of formula I.



27. (Original) A method of suppressing appetite comprising administering a therapeutically effective amount of a compound of formula I to a patient in need thereof.

28. (Cancelled)